

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NORTH DAKOTA

In re:

EPIC Companies Midwest, LLC,
EPIC Companies Midwest 2023, LLC,
EPIC Employee, LLC,
EOLA Capital, LLC, and
EC West Fargo, LLC,

Jointly Administered

Bankruptcy No. 24-30281
Bankruptcy No. 24-30282
Bankruptcy No. 24-30283
Bankruptcy No. 24-30284
Bankruptcy No. 24-30285

Debtors.

Chapter 11

**NOTICE OF FIFTH APPLICATION OF STINSON LLP FOR
ALLOWANCE OF FEES AND EXPENSES AS COUNSEL
FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FROM DECEMBER 1, 2024 THROUGH DECEMBER 31, 2024**

TO: The parties-in-interest as specified in the Notice and Service Requirements adopted pursuant to Local Rule 2002-1 and the Court's Order limiting notice pursuant to Fed. R. Bankr. P. 2002(i). [Dkt. No. 124.]

1. **NOTICE IS HEREBY GIVEN** that Stinson LLP, as counsel for the Official Committee of Unsecured Creditors, has filed its fifth application for allowance of fees and expenses, a copy of which is attached hereto and served upon you.

2. **NOTICE IS FURTHER GIVEN** that any objection to the application must be filed with the Clerk of the United States Bankruptcy Court, whose address is Quentin N. Burdick Courthouse, 655 First Avenue North, Suite 210, Fargo, North Dakota 58102, and served upon the attorney whose name and address is listed below, by **Thursday, February 27, 2025, which is twenty-one (21) days from the date of the filing of this Notice, excluding holidays.** Any objections not filed and served may be deemed waived.

Dated: February 6, 2025

/s/ Benjamin J. Court

Benjamin J. Court (ND #07776)
Christopher J. Harayda (MN #0390333)
Samantha J. Hanson-Lenn (MN #0402035)

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**COUNSEL TO THE OFFICIAL
COMMITTEE OF UNSECURED
CREDITORS.**

**UNITED STATES BANKRUPTCY COURT
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Chapter 11

**FIFTH APPLICATION OF STINSON LLP FOR ALLOWANCE OF FEES AND
EXPENSES AS COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS FROM DECEMBER 1, 2024, THROUGH DECEMBER 31, 2024**

1. Stinson LLP (“Stinson”) makes this Fifth Application for allowance of fees for professional services rendered and for reimbursement of expenses incurred as counsel for the Official Committee of Unsecured Creditors (the “Committee”) of EPIC Companies Midwest, LLC, EPIC Companies Midwest 2023, LLC, EPIC Employee, LLC, EOLA Capital, LLC, and EC West Fargo, LLC (collectively, the “Debtors”) pursuant to 11 U.S.C. § 330.

2. In support of this Application, Stinson respectfully states as follows:

JURISDICTION

3. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334 and Fed. R. Bankr. P. 5005. This a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409. The petitions commencing these Chapter 11 cases were filed on July 8, 2024 (the “Petition Date”). The cases are currently pending before this Court.

4. This Application arises under 11 U.S.C. §§ 503(b)(2), 328(a), 330, 331, and 1103. This Application is filed under Fed. R. Bankr. P. 2016 and 2002(a)(6). Notice of this Application is provided pursuant to the Federal Rules of Bankruptcy Procedure, the Notice and Service Requirements adopted pursuant to Local R. 2002-1, and the Court's Order limiting notice pursuant to Fed. R. Bankr. P. 2002(i). [Dkt. No. 124.]

BACKGROUND

5. On July 30, 2024, the Office of the United States Trustee appointed the Committee. [Dkt. No. 58.]

6. On August 7, 2024, the Committee selected Stinson to serve as its bankruptcy counsel, subject to court approval. On August 13, 2024, the Committee filed the Application to Employ Stinson LLP as Counsel to the Official Committee of Unsecured Creditors (the “Application to Employ”). [Dkt. No. 69.] The Court granted the Application to Employ, effective August 7, 2024, on August 30, 2024 via docket text (the “Order Approving Application to Employ”). [Dkt. No. 101.] A copy of the Order Approving Application to Employ is attached as **Exhibit A**.

7. Pursuant to the Order Approving the Application to Employ, the Court also granted Stinson the authority to apply for fees and expenses pursuant to the Order Establishing Procedures for Interim Compensation and Reimbursement for Expenses for Retained Professionals at Dkt. No. 72 (the “Order Establishing Fee Application Procedures”). The Order Establishing Fee Application Procedures is attached as **Exhibit B**.

8. This is Stinson's fifth application for compensation under 11 U.S.C. § 331. Stinson's filed its first application on September 16, 2024 (the “First Application”); its second application on November 7, 2024 (the “Second Application”); its third application on December

2, 2024 (the “Third Application”); and its fourth application on December 30, 2024 (the “Fourth Application”). [Dkt. Nos. 109, 160, 179, and 202.] The Court has approved the First, Second, Third, and Fourth Applications as follows: 1) for the First Application, the Court approved \$42,776.50 in fees and \$1,953.04 in expenses for a total of \$44,729.54 on October 21, 2024; 2) for the Second Application, the Court approved \$40,957.50 in fees and \$2,661.88 in expenses for a total of \$43,619.38 on December 4, 2024; 3) for the Third Application, the Court approved \$11,882.00 in fees on December 27, 2024; and 4) for the Fourth Application, the Court approved \$16,105.50 in fees on January 27, 2025. [Dkt. Nos. 149, 181, 201, and 217.]

RELIEF REQUESTED

1. **Fees and Expenses.** By this Application, Stinson requests allowance of fees for professional services rendered during Debtors' Chapter 11 cases between December 1, 2024, to December 31, 2024, in the amount of **\$6,188.50**, and reimbursement of expenses in the amount of **\$0.00**, for a total of **\$6,188.50**.

2. The professional services rendered by Stinson are detailed on the attached **Exhibit C**. Those services include the tasks specifically described below:

(Task Code: B100 and B110) Case Administration: \$1,288.50

Services include reviewing and analyzing court filings including the monthly operating reports, and preparing exhibits and finalizing filings with the court, including ensuring all court orders and local rules are followed.

<u>Name</u>	<u>Hours</u>	<u>Year</u>	<u>Hourly Rate</u>	<u>Fees</u>
Samantha J. Hanson-Lenn	2.3	2024	\$445	\$1,023.50
Stephanie Hess	1.0	2024	\$265	\$265
<u>TOTAL</u>	<u>3.3</u>			<u>\$1,288.50</u>

Blended Hourly Rate:	\$390.45
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(Task Code: B120) Asset Analysis and Recovery: \$1,453.50

Services include evaluating Adversary Proceedings filed by Debtors and analysis of the same; analyzing Debtors' Motions to Approve Settlement; and analyzing issues regarding additional claims and settlements.

<u>Name</u>	<u>Hours</u>	<u>Year</u>	<u>Hourly Rate</u>	<u>Fees</u>
Christopher J. Harayda	2.2	2024	\$565	\$1,243.00
Samantha J. Hanson-Lenn	0.3	2024	\$445	\$133.50
Miranda S. Swift	0.2	2024	\$385	\$77.00
TOTAL	2.7			\$1,453.50

Blended Hourly Rate:	\$538.33
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(Task Code B150) Meetings of and Communications with Creditors: 2,508.50

Services included communications via email and phone with creditors regarding the case and bankruptcy process; and extensive communications with the Committee regarding case updates, filed claims, adversary proceedings, Motions to Approve Settlement, and other issues and questions regarding possible avenues of recovery.

<u>Name</u>	<u>Hours</u>	<u>Year</u>	<u>Hourly Rate</u>	<u>Fees</u>
Benjamin J. Court	0.2	2024	\$565	\$113.00
Christopher J. Harayda	1.4	2024	\$565	\$791.00
Samantha Hanson-Lenn	3.0	2024	\$445	\$1,335.00
Miranda S. Swift	0.7	2024	\$385	\$269.50
TOTAL	5.3			\$2,508.50

Blended Hourly Rate:	\$473.3
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(B160 and 170) Employment Applications and Fee Applications: \$938.00

Services included preparing Fee Applications and evaluating issues regarding Fee Applications.

<u>Name</u>	<u>Hours</u>	<u>Year</u>	<u>Hourly Rate</u>	<u>Fees</u>
Christopher J. Harayda	0.4	2024	\$565	\$226.00
Samantha J. Hanson-Lenn	1.6	2024	\$445	\$712.00
TOTAL	2			\$938.00

Blended Hourly Rate:	\$469.00
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TOTAL FEES: \$6,188.50

3. All services for which fees are requested by Stinson were performed for and on behalf of the Committee, and not on behalf of the Debtors or other persons.

LEGAL BASIS

4. This Court is authorized to award to professional persons employed by section 1103 of the Bankruptcy Code “reasonable compensation for actual, necessary services rendered by the ... attorney[s] and by any paraprofessional person[s] employed by any such person, and ... reimbursement for actual, necessary expenses.” 11 U.S.C. § 330. The Court must consider the nature, extent, and value of such services, taking into account all relevant factors to determine whether the request for payment in connection with such services is fair and reasonable. *Id.* The services Stinson provided pursuant to this Fourth Application were actual, reasonable, and necessary services on behalf of the Committee, and not on the behalf of any other persons, and the fees and expenses requested in this Application are fair and reasonable under the circumstances of this case.

WHEREFORE, Stinson respectfully requests that the Court enter an order:

- A. Allowing Stinson’s fees incurred between December 1, 2024, and December 31, 2024, in the amount of **\$6,188.50**, and reimbursement of expenses in the amount of **\$0.00**, for a total of **\$6,188.50**.
- B. Authorizing and directing the Debtors to pay Stinson such allowed fees and expenses;
- C. Granting administrative expense priority to Stinson’s allowed fees and expenses; and
- D. Granting such other and further relief as may be just and proper.

Dated: February 6, 2025

/s/ Benjamin J. Court

Benjamin J. Court (ND #07776)
Christopher J. Harayda (MN #0390333)
Samantha J. Hanson-Lenn (MN #0402035)
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**COUNSEL TO THE OFFICIAL
COMMITTEE OF UNSECURED
CREDITORS.**

AFFIDAVIT

I, Benjamin J. Court, an attorney at the law firm of Stinson LLP, declare under penalty of perjury that the foregoing Fifth Application of Stinson LLP for Allowance of Fees and Expenses as counsel for the Official Committee of Unsecured Creditors from December 1, 2024, through December 31, 2024, is true and correct according to the best of my knowledge, information, and belief.

Dated: February 6, 2025

/s/Benjamin J. Court
Benjamin J. Court

EXHIBIT A

Docket Text:

Order Approving Application to Employ Benjamin J. Court and Stinson LLP as counsel for the Official Committee of Unsecured Creditors Effective August 7, 2024 (Related Doc # [69]). The application to employ is APPROVED subject to the limitations on compensation provided by 11 U.S.C. § 328. This order is not a determination that the services or rates charged are necessary and reasonable. The person or entity employed under this order shall file a fee application in accordance with the Bankruptcy Code and Federal Rules of Bankruptcy Procedures. See Fed. R. Bank. P. 2016, 2017 and 11 U.S.C. §§ 329, 330. Applicant must also comply with Local Rules. Applicant is also granted authority to apply for fees and expenses pursuant to #[72] Order Establishing Procedures for Interim Compensation and Reimbursement for Expenses for Retained Professionals. As required by applicable federal rule or statute, the Movant shall serve this docket text only order on all appropriate parties that will not receive notice of electronic filing. By Judge Shon Hastings. (Text order only). Signed on 08/30/2024 (vck)

EXHIBIT B

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NORTH DAKOTA

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Bankruptcy No. 24-30281
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Bankruptcy No. 24-30284
Bankruptcy No. 24-30285

Chapter 11

**ORDER ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION AND
REIMBURSEMENT OF EXPENSES FOR RETAINED PROFESSIONALS**

Debtors filed a Motion for an Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief. Doc. 11. Pursuant to the notice of the Motion [Doc. 16], objections to the Motion were due by July 30, 2024.

Debtors served notice of the Motion. The Court received no objections to the Motion. The Court held a hearing on the Motion on August 14, 2024. Based upon the Motion and the Declaration of Patrick Finn [Doc. 6] and for the reasons stated on the record at the August 14, 2024, hearing, the Court finds that the circumstances of these cases warrant granting the relief provided below.

IT IS ORDERED that, except as otherwise provided in any order of the Court, professionals employed in this bankruptcy case, including Fredrikson & Byron, P.A., shall be permitted to seek interim payment of compensation and reimbursement of expenses by filing monthly applications for interim compensation and reimbursement of expenses.

IT IS FURTHER ORDERED that Debtors are authorized to pay all reasonable amounts invoiced by Lighthouse Management Group, Inc. ("Lighthouse") for fees and expenses on a bi-weekly basis.

IT IS FURTHER ORDERED that Lighthouse will file with the Court and serve on Debtors, the United States Trustee, and any statutory committee appointed in this case (the "Notice Parties") a monthly staffing report, filed and served by the 20th of each month for the previous month, identifying the Lighthouse employees who worked on this case, the total hours billed by Lighthouse, and a summary of the tasks performed. Lighthouse will also file with the Court and serve on the Notice Parties a quarterly compensation report by the 20th of each month following the end of a quarter, showing the total fees and expenses for the preceding quarter. These reports will be deemed applications for interim compensation under sections 328 and 330. Parties in interest may object to the reports within 21 days after notice. The Court will rule on the applications after the deadline to object passes or after a hearing on the application.

IT IS FURTHER ORDERED that Debtors will allocate the fees and expenses approved among Debtors pro rata if the professionals charge for tasks that generally apply to all cases and to the appropriate Debtor if the tasks relate solely to a specific Debtor.

Dated: August 14, 2024.



SHON HASTINGS, JUDGE
UNITED STATES BANKRUPTCY COURT

EXHIBIT C

Stinson LLP

Invoice Detail

File No. 3531668.0002
Invoice No: 43612745

Page 2

Timekeeper Summary

Timekeeper	Title	Rate	Hours	Amount
Benjamin Court	Partner	565.00	0.20	113.00
C.J. Harayda	Partner	565.00	4.00	2,260.00
Miranda Swift	Associate	385.00	0.90	346.50
Samantha Hanson-Lenn	Associate	445.00	7.20	3,204.00
Stephanie Hess	Paralegal	265.00	1.00	265.00
Current Professional Services			13.30	\$6,188.50

Professional Services

Date	Task	Description/Timekeeper	Hours	Amount
B100 - Administration				
12/30/24	B100	Finalize and file Stinson's Fourth Application for Fees and Expenses on behalf of Unsecured Creditors. Stephanie Hess	0.80	212.00
Total B100 - Administration				0.80
212.00				
B110 - Case Administration				
12/02/24	B110	Finalize and Revise Third Interim Fee Application for Filing. Samantha Hanson-Lenn	0.50	222.50
12/02/24	B110	Telephone call with Clerk of the Bankruptcy Court regarding filing Third Application for Compensation and status of Second Application. Stephanie Hess	0.10	26.50
12/02/24	B110	Finalize and file Stinson's Third Application for Allowance of Fees and Expenses. Stephanie Hess	0.10	26.50
12/26/24	B110	Review Monthly Operating Reports and evaluate possible issues (.6); Prepare summary of the Monthly Operating Reports (.2); Review newly filed Orders approving settlements (.2); Prepare summary of Orders for Committee (.2). Samantha Hanson-Lenn	1.20	534.00

Stinson LLP

Invoice Detail

File No. 3531668.0002
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Page 3

Date	Task	Description/Timekeeper	Hours	Amount
12/30/24	B110	Finalize Application for Compensation and Exhibits for filing and review local rules and court order regarding service of the same. Samantha Hanson-Lenn	0.60	267.00

Total B110 - Case Administration **2.50** **1,076.50**

B120 - Asset Analysis and Recovery

12/02/24	B120	Review and revise summary of settlements (.4); draft comms with committee re same (.3); review and update response on POC question from Warrey (.2); consider questions from committee regarding tax issues (.2) C.J. Harayda	1.10	621.50
12/16/24	B120	Review updates regarding additional adversary proceedings (.2); analyze issues regarding additional claims and settlement (.3) C.J. Harayda	0.50	282.50
12/16/24	B120	Review and analyze summary of adversary proceedings and settlement approvals. Miranda Swift	0.20	77.00
12/16/24	B120	Review 9019 motion filed by debtor (.1); Prepare response to committee regarding the same (.2). Samantha Hanson-Lenn	0.30	133.50
12/19/24	B120	Review additional adversary complaint (.4); provide update and summary of same to UCC (.2) C.J. Harayda	0.60	339.00

Total B120 - Asset Analysis and Recovery **2.70** **1,453.50**

B150 - Meetings of and Comm. with Creditors

12/02/24	B150	Review and answer Mr. Schapps' question regarding tax reporting. Miranda Swift	0.30	115.50
12/02/24	B150	Review and analysis regarding newly filed 9019 Motions by Debtors and prepare summary for Committee members.	0.70	311.50

Stinson LLP
Invoice Detail

File No. 3531668.0002
Invoice No: 43612745

Page 4

Date	Task	Description/Timekeeper	Hours	Amount
		Samantha Hanson-Lenn		
12/02/24	B150	Review correspondence from creditors Jonathan Warrey, David Warrey, and Robert Punton regarding status of case and status of recoveries and prepare correspondence in response. Samantha Hanson-Lenn	0.80	356.00
12/04/24	B150	Exchange emails with creditor regarding non-debtor property issues and status of estate property. Benjamin Court	0.20	113.00
12/05/24	B150	Research regarding Mr. McGuigan's claim. Miranda Swift	0.40	154.00
12/14/24	B150	Review and analyze five newly filed adversary proceeding complaints by debtor (.7) and prepare summary for committee members (.5). Samantha Hanson-Lenn	1.20	534.00
12/17/24	B150	Phone call from Hain Capital regarding inquiry in case and recoveries. Samantha Hanson-Lenn	0.10	44.50
12/18/24	B150	Review adversary complaints (.4) Draft and provide update to UCC regarding various adversary proceedings and settlements (.4) C.J. Harayda	0.80	452.00
12/19/24	B150	Review and analyze newly filed adversary and prepare summary to the committee members. Samantha Hanson-Lenn	0.20	89.00
12/26/24	B150	Comms with debtors counsel regarding strategy and larger project debts (.1); draft and revise update to committee on settlements and MORs (.5) C.J. Harayda	0.60	339.00
Total B150 - Meetings of and Comm. with Creditors			5.30	2,508.50
B160 - Fee/Employment Applications				
12/29/24	B160	Review Invoices (.3); Prepare Fourth Application for Compensation (1.1); Prepare Notice of Fourth Application for Compensation (.2).	1.60	712.00

Stinson LLP

Invoice Detail

File No. 3531668.0002
Invoice No: 43612745

Page 5

Date	Task	Description/Timekeeper	Hours	Amount
		Samantha Hanson-Lenn		
12/30/24	B160	Review and revise fourth fee application C.J. Harayda	0.40	226.00
		Total B160 - Fee/Employment Applications	2.00	938.00
		Current Professional Services	13.30	\$6,188.50

Task Code Summary

Task Code	Description	Hours	Amount
B100	Administration	0.80	212.00
B110	Case Administration	2.50	1,076.50
B120	Asset Analysis and Recovery	2.70	1,453.50
B150	Meetings of and Comm. with Creditors	5.30	2,508.50
B160	Fee/Employment Applications	2.00	938.00
	Current Professional Services	13.30	\$6,188.50